

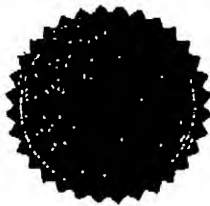
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RINCON NETWORKS, INC.", CHANGING ITS NAME FROM "RINCON NETWORKS, INC." TO "SONOS, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF MAY, A.D. 2004, AT 4:01 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3555387 8100

040373636

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3125004

DATE: 05-21-04

FROM CT WILMINGTON - 302\_655\_4236 GROUP 6 (FRI) 5.21'04 16:18/ST.16:13/NO.4260103995 P 2

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "RINCON NETWORKS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SONOS, INC.", THE TWENTIETH DAY OF MAY, A.D. 2004, AT 4:01 O'CLOCK P.M.

3555387 8320

040373636

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3125008

DATE: 05-21-04

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:17 PM 05/20/2004  
FILED 04:01 PM 05/20/2004  
SRV 040373636 - 3555387 FILE

**SECOND CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
RINCON NETWORKS, INC.**

(pursuant to Sections 228 and 242 of the General  
Corporation Law of the State of Delaware)

Rincon Networks, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

1. The original Certificate of Incorporation of this Corporation was filed with the Secretary of State of the State of Delaware on August 22, 2002.
2. A Certificate of Amendment of Certificate of Incorporation of this Corporation was filed with the Secretary of State of the State of Delaware on January 8, 2003.
3. Article I of the Certificate of Incorporation of this Corporation is hereby amended to read in its entirety as follows:

"The name of this corporation is Sonos, Inc."

4. This Certificate of Amendment has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware and the written consent of the stockholders having been given in accordance with Section 228 of such Law and written notice having been given as provided in such Section 228.

IN WITNESS WHEREOF, the Corporation has caused this Second Certificate of Amendment to be signed by its Vice President and Secretary, who hereby affirms, under penalty of perjury, that this is the act and deed of the Corporation, and that the facts stated herein are true as of May 20, 2004.

Rincon Networks, Inc.

/s/ Craig A. Shelburne  
Craig A. Shelburne  
Vice President and Secretary

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